



## 2012 SUMMARY COMPENSATION

GE grants LTPAs to named executives only once every three or more years, in contrast to many companies that grant such awards annually. Nevertheless, pursuant to SEC rules, LTPA payouts are reported in full for 2012 in the “Non-Equity Incentive Plan Comp.” and “SEC Total” columns in the Summary Compensation Table. To reflect that LTPA payouts reward performance for each of the years in the performance period, we have added the “SEC Total With Annualized LTPA Payout” column to the right of the Summary Compensation Table to show SEC total compensation with the LTPA payout reported on an annualized basis.

### 2012 Summary Compensation Table

Name and Principal Position	Year	Salary <sup>1</sup>	Bonus	Stock Awards <sup>2</sup>	Option Awards <sup>3</sup>	Non-Equity Incentive Plan Comp. <sup>4</sup>	Change in Pension Value and Nonqualified Deferred Comp. Earnings <sup>5</sup>	All Other Comp. <sup>6</sup>	SEC Total	SEC Total Without Change in Pension Value <sup>7</sup>	SEC Total With Annualized LTPA Payout <sup>8</sup>
<b>Jeffrey R. Immelt</b> Chairman of the Board and CEO	2012	\$3,300,000	\$4,500,000	\$ 0	\$ 0	\$12,080,250	\$ 5,351,595	\$ 574,507	\$25,806,352	\$20,592,769	\$17,752,852
	2011	3,300,000	4,000,000	3,579,250	0	0	10,254,787	447,191	21,581,228	11,449,617	25,607,978
	2010	3,300,000	4,000,000	0	7,400,000 <sup>9</sup>	0	6,338,956	389,809	21,428,765	15,199,762	25,455,515
<b>Keith S. Sherin</b> Vice Chairman and CFO	2012	\$1,850,000	\$3,500,000	\$ 0	\$ 0	\$8,595,563	\$ 5,953,692	\$ 258,110	\$20,157,365	\$14,302,883	\$14,426,990
	2011	1,765,000	3,150,000	0	3,391,500	0	7,654,982	249,461	16,210,942	8,645,537	19,076,130
	2010	1,680,000	3,000,000	0	4,070,000	0	3,872,410	187,031	12,809,441	9,017,929	15,674,628
<b>Michael A. Neal</b> Vice Chairman	2012	\$2,100,000	\$3,800,000	\$ 0	\$ 0	\$9,137,625	\$ 7,821,436	\$ 343,922	\$23,202,983	\$15,497,598	\$17,111,233
	2011	1,900,000	3,440,000	0	3,391,500	0	8,199,310	375,045	17,305,855	9,210,135	20,351,730
	2010	1,825,000	3,250,000	0	4,070,000	0	4,817,038	226,639	14,188,677	9,464,118	17,234,552
<b>John G. Rice</b> Vice Chairman	2012	\$2,200,000	\$3,800,000	\$ 0	\$ 0	\$9,447,375	\$ 7,524,925	\$2,075,677	\$25,047,977	\$17,678,431	\$18,749,727
	2011	2,100,000	3,400,000	0	3,391,500	0	9,787,500	1,900,141	20,579,141	10,931,830	23,728,266
	2010	1,825,000	3,175,000	0	4,070,000	0	5,006,883	248,259	14,325,142	9,444,779	17,474,267
<b>Brackett B. Denniston III</b> SVP, General Counsel and Secretary <sup>10</sup>	2012	\$1,575,000	\$2,650,000	\$ 0	\$3,040,000	\$6,659,625	\$ 1,909,377	\$ 461,890	\$16,295,892	\$14,401,341	\$11,856,142

- Each of the named executives contributed a portion of his salary to the GE Savings and Security Program, the company's 401(k) savings plan.
- This column represents the dollar amounts for the years shown of the aggregate grant date fair value of PSUs granted in those years in accordance with SEC rules. Generally, the aggregate grant date fair value is the amount that the company expects to expense in its financial statements over the award's vesting schedule. These amounts reflect the company's accounting expense and do not correspond to the actual value that will be realized by Mr. Immelt.
- This column represents the dollar amounts for the years shown of the aggregate grant date fair value of stock options granted in those years in accordance with SEC rules. These amounts reflect the company's accounting expense and do not correspond to the actual value that will be realized by the named executives. For information on the valuation assumptions, refer to the note on Other Stock-Related Information in the GE financial statements in the Annual Report on Form 10-K for the respective year-end, as filed with the SEC. See the [2012 Grants of Plan-Based Awards Table](#) on page 34 for information on stock options granted in 2012.
- This column represents the amounts earned under the LTPA program, which generally is provided only once every three or more years and reflects achievement of pre-established performance goals over the three-year period from 2010 to 2012. See [Payout of 2010–2012 LTPAs](#) on page 26 for additional information.
- This column represents the sum of the change in pension value and nonqualified deferred compensation earnings for each of the named executives. The change in pension value in 2012 was \$5,213,583, \$5,854,482, \$7,705,385, \$7,369,546 and \$1,894,551 for Messrs. Immelt, Sherin, Neal, Rice and Denniston, respectively. The increase in the pension value for Mr. Immelt is predominantly based on an increase in his service and age, and changes in actuarial pension assumptions. In particular, a significant portion (approximately \$1.8 million or 34%) of the increase in Mr. Immelt's pension value in 2012 was due solely to the reduction in the assumed discount rate. If the discount rate had increased from 4.21% to 4.73%, there would have been no increase in Mr. Immelt's pension value. See [2012 Pension Benefits](#) on page 37 for additional information, including the present value assumptions used in this calculation. In 2012, the above-market earnings on the executive deferred salary plans in which the named executives participated were \$138,012, \$99,210, \$116,051, \$155,379 and \$14,826 for Messrs. Immelt, Sherin, Neal, Rice and Denniston, respectively. Above-market earnings represent the difference between market interest rates calculated pursuant to SEC rules and the 6% to 14% interest contingently credited by the company on salary deferred by the named executives under various executive deferred salary plans in effect between 1987 and 2012. See [2012 Nonqualified Deferred Compensation](#) on page 38 for additional information.
- See the [2012 All Other Compensation Table](#) on page 33 for additional information.
- In order to show the effect that the year-over-year change in pension value had on total compensation, as determined under applicable SEC rules, we have included this column to show total compensation minus the change in pension value. The amounts reported in the SEC Total Without Change in Pension Value column differ substantially from the amounts reported in the SEC Total column required under SEC rules and are not a substitute for total compensation. SEC Total Without Change in Pension Value represents total compensation, as determined under applicable SEC rules, minus the change in pension value reported in the Change in Pension Value and Nonqualified Deferred Comp. Earnings column (but including the nonqualified deferred compensation earnings reported in that column) and described in footnote 5 to this table.
- In accordance with SEC rules, the payouts of the 2010–2012 LTPA program have been included in the Non-Equity Incentive Plan Comp. column in full for 2012. As these awards are granted only once every three or more years and reflect the company's performance over the three-year period from 2010 to 2012, we have included this column to show total compensation for the years shown with the LTPAs reported on an annualized basis (an equal portion of the LTPA payout is allocated to each of the years in the performance period). The amounts reported in the SEC Total With Annualized LTPA Payout column differ substantially from the amounts reported in the SEC Total column required under SEC rules and are not a substitute for total compensation. SEC Total With Annualized LTPA Payout represents total compensation, as determined under applicable SEC rules, minus the LTPA payout reported in the Non-Equity Incentive Plan Comp. column, and plus one-third of the LTPA payout reported in the Non-Equity Incentive Plan Comp. column.
- In April 2011 we modified Mr. Immelt's March 2010 option grant to add performance conditions. The grant date fair value of these stock options would have been \$6,670,000 if the performance conditions that subsequently were added by the MDCC had been present on the grant date.
- In accordance with SEC rules, we have excluded Mr. Denniston's compensation for 2010 and 2011 as he was not a named executive during that time.